



Order Filed on January 9, 2024
by Clerk
U.S. Bankruptcy Court
District of New Jersey

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY
Caption in Compliance with D.N.J. LBR 9004-2(c)

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Counsel to the Plan Administrator

In re:

BED BATH & BEYOND, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 23-13359 (VFP)

Judge: Vincent F. Papalia

(Jointly Administered)

**STIPULATION AND CONSENT ORDER RESOLVING LANDLORD'S
ADMINISTRATIVE CLAIMS**

The relief set forth on the following pages, numbered two (2) through four (4), is hereby

ORDERED.

DATED: January 9, 2024

Honorable Vincent F. Papalia
United States Bankruptcy Judge

¹ The last four digits of Debtor Bed Bath & Beyond Inc.'s tax identification number are 0488. A complete list of the Debtors in these Chapter 11 Cases (collectively, the "Debtors" and each a "Debtor") and each such Debtor's tax identification number may be obtained on the website of the Debtors' proposed claims and noticing agent at <https://restructuring.ra.kroll.com/bbby>. The location of Debtor Bed Bath & Beyond Inc.'s principal place of business and the Debtors' service address in these Chapter 11 Cases is 650 Liberty Avenue, Union, New Jersey 07083.

Debtors: BED BATH & BEYOND INC., *et al.*
Case No. 23-13359-VFP
Caption of Order: STIPULATION AND CONSENT ORDER RESOLVING LANDLORD'S
ADMINISTRATIVE CLAIMS

This stipulation and consent order (the “Stipulation”) is made by and between Serota Islip NC LLC (the “Landlord”), and Michael Goldberg, as Plan Administrator (the “Plan Administrator”) for the Debtors (together, the “Parties”), including, as applicable, by and through their duly authorized undersigned counsel.

WHEREAS, on April 23, 2023 (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under Chapter 11 of Title 11 of the United States Code (the “Bankruptcy Code”) in the Court;

WHEREAS, the Debtors’ chapter 11 cases have been procedurally consolidated;

WHEREAS, as of the Petition Date, Landlord and one of the Debtors were parties to an unexpired lease of non-residential real property (the “Lease”) which was subsequently rejected by the Debtors;

WHEREAS, Landlord is owed post-petition rent by the Debtors;

WHEREAS, on Landlord filed the following proofs of claims against the Debtors concerning the Lease, as follows:

Claim No.	Date Filed	Debtor	Amount/Priority
6357	6/16/23	Bed Bath & Beyond Inc.	N/A (amended by 16652 and 16682)
16652	08/28/2023	Bed Bath & Beyond Inc.	\$41,553.08 (GUC) \$55,245.15 (Administrative Priority)
16660	08/28/2023	Bed Bath & Beyond Inc.	\$217,262.14 (Administrative Priority)
16681	08/29/2023	Bed Bath & Beyond Inc.	\$217,262.14 (Administrative Priority)
16682	08/29/2023	Bed Bath & Beyond Inc.	\$41,553.08 (GUC) \$55,245.15 (Administrative Priority)

WHEREAS, on September 14, 2023, this Court entered the *Findings of Fact, Conclusions of Law, and Order (I) Approving the Disclosure Statement on a Final Basis and (II) Confirming the Second Amended Joint Chapter 11 Plan of Bed Bath & Beyond Inc. and its Debtor Affiliates*

Debtors: BED BATH & BEYOND INC., *et al.*

Case No. 23-13359-VFP

Caption of Order: STIPULATION AND CONSENT ORDER RESOLVING LANDLORD'S
ADMINISTRATIVE CLAIMS

[Docket No. 2172], confirming the *Second Amended Joint Chapter 11 Plan of Bed Bath & Beyond Inc. and Its Debtor Affiliates* [Docket No. 2160] (as amended, the “Plan”);

WHEREAS, on September 29, 2023, the effective date of the Plan occurred; as of that date, the Plan Administrator is authorized to implement the Plan and any applicable orders of the Bankruptcy Court;

WHEREAS, on October 13, 2023, *Landlord filed that certain Application for Payment of Administrative Expense Claim of Serota Islip, NC, LLC* [Docket No. 2452] (the “Administrative Expense Motion”)

WHEREAS, the Parties have agreed upon the terms set forth in this Stipulation, for which the Parties seek approval hereby;

NOW THEREFORE, FOR GOOD AND VALUABLE CONSIDERATION THE PARTIES HERETO ACKNOWLEDGE RECEIVING, IT IS HEREBY STIPULATED, AGREED AND ORDERED AS FOLLOWS:

1. The recitals set forth above are hereby made an integral part of the Parties’ Stipulation and are incorporated herein.

2. Claim Nos. 6357, 16652, and 16660 are hereby withdrawn.

3. Claim No. 16681 shall be reclassified as a general unsecured claim in the amount of \$217,262.14.

4. Claim No. 16682 is allowed in the following amounts: \$41,553.08 as a general unsecured claim; and \$55,245.15 as an administrative expense claim. Payment of the Landlord’s administrative expense claim will be made *pro rata* with all other chapter 11 administrative claims

Debtors: BED BATH & BEYOND INC., *et al.*

Case No. 23-13359-VFP

Caption of Order: STIPULATION AND CONSENT ORDER RESOLVING LANDLORD'S
ADMINISTRATIVE CLAIMS

and at the same time that distributions are made on all other chapter 11 administrative claims in these cases.

5. The Administrative Expense Motion is withdrawn.

6. This Stipulation resolves all of the Landlord's potential administrative claims against the Debtors as it relates to the Lease.

7. Notwithstanding Bankruptcy Rules 6004(h) and 6006(d), upon the Court's approval of this Stipulation, the relief set forth herein shall be effective and enforceable immediately upon entry hereof.

8. The Parties acknowledge and agree that the Court shall retain jurisdiction over all disputes concerning or related to the subject matter of this Stipulation.

Dated: January 5, 2024

PACHULSKI STANG ZIEHL & JONES LLP

**CERTILMAN BALIN ADLER &
HYMAN, LLP**

/s/ Colin R. Robinson

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Attorneys for Serota Islip NC LLC

In re:
Bed Bath & Beyond Inc.
Debtor

Case No. 23-13359-VFP
Chapter 11

CERTIFICATE OF NOTICE

District/off: 0312-2

User: admin

Page 1 of 26

Date Rcvd: Jan 10, 2024

Form ID: pdf903

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The following symbols are used throughout this certificate:

Symbol	Definition
+	Addresses marked '+' were corrected by inserting the ZIP, adding the last four digits to complete the zip +4, or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.
^	Addresses marked '^' were sent via mandatory electronic bankruptcy noticing pursuant to Fed. R. Bank. P. 9036.

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Jan 12, 2024:

Recip ID	Recipient Name and Address
db	+ Bed Bath & Beyond Inc., 650 Liberty Avenue, Union, NJ 07083-8107
aty	+ Casey McGushin, 3101 Old Jacksonville Road, Springfield, IL 62704-6488
aty	+ Jacob E. Black, Kirkland and Ellis LLP., 3101 Old Jacksonville Road, Springfield, IL 62704-6488
aty	+ Max M Freedman, Kirkland & Ellis LLP, 300 North LaSalle Street, Chicago, IL 60654-5412

TOTAL: 4

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.

Electronic transmission includes sending notices via email (Email/text and Email/PDF), and electronic data interchange (EDI). Electronic transmission is in Eastern Standard Time.

Recip ID	Notice Type: Email Address	Date/Time	Recipient Name and Address
aty	^ MEBN	Jan 10 2024 20:45:09	Charles B. Sterrett, Kirkland & Ellis, 300 North LaSalle Street, Chicago, IL 60654-5412
aty	^ MEBN	Jan 10 2024 20:44:42	Derek I. Hunter, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643
aty	^ MEBN	Jan 10 2024 20:44:06	Emily E. Geier, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643
aty	^ MEBN	Jan 10 2024 20:47:08	Kirkland & Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643
aty	^ MEBN	Jan 10 2024 20:47:44	Michael A. Sloman, Kirkland and Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643
aty	^ MEBN	Jan 10 2024 20:43:01	Noah Z. Sosnick, Kirkland and Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643
aty	^ MEBN	Jan 10 2024 20:46:30	Olivia F. Acuna, Kirkland and Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643
aty	^ MEBN	Jan 10 2024 20:47:21	Richard U.S. Howell, P.C, KIRKLAND & ELLIS LLP, KIRKLAND & ELLIS INTERNATIONAL LLP, 300 North LaSalle Street, Chicago, IL 60654-5412
aty	^ MEBN	Jan 10 2024 20:42:33	Ross Fiedler, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643

TOTAL: 9

BYPASSED RECIPIENTS

The following addresses were not sent this bankruptcy notice due to an undeliverable address, *duplicate of an address listed above, *P duplicate of a preferred address, or ## out of date forwarding orders with USPS.

NONE

NOTICE CERTIFICATION

I, Gustava Winters, declare under the penalty of perjury that I have sent the attached document to the above listed entities

District/off: 0312-2

User: admin

Page 2 of 26

Date Rcvd: Jan 10, 2024

Form ID: pdf903

Total Noticed: 13

in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed .R. Bank. P.2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Jan 12, 2024

Signature: /s/Gustava Winters

CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on January 9, 2024 at the address(es) listed below:

Name	Email Address
A. Jeff Ifrah	on behalf of Interested Party Federal Insurance Company jeff@ifrahlaw.com
A.J. Webb	on behalf of Creditor Select Consolidated Management LLC awebb@fbtlaw.com, awebb@ecf.courtdrive.com
Aaron Applebaum	on behalf of Creditor CR Mount Pleasant LLC aaron.applebaum@us.dlapiper.com, aaron--applebaum--3547@ecf.pacerpro.com
Aaron Applebaum	on behalf of Interested Party Continental Realty Corporation aaron.applebaum@us.dlapiper.com aaron--applebaum--3547@ecf.pacerpro.com
Aaron Applebaum	on behalf of Interested Party WM Sunset & Vine LLC aaron.applebaum@us.dlapiper.com aaron--applebaum--3547@ecf.pacerpro.com
Aaron Applebaum	on behalf of Creditor Ridgeport Limited Partnership aaron.applebaum@us.dlapiper.com aaron--applebaum--3547@ecf.pacerpro.com
Aaron Applebaum	on behalf of Creditor CR West Ashley LLC aaron.applebaum@us.dlapiper.com, aaron--applebaum--3547@ecf.pacerpro.com
Aaron R. Cahn	on behalf of Creditor The Bank of New York Mellon cahn@clm.com CourtMail@clm.com
Alan J. Brody	on behalf of Creditor JPMorgan Chase Bank N.A. brody@gtlaw.com NJLitDock@gtlaw.com
Alan J. Brody	on behalf of Creditor Alexander's Rego Shopping Center Inc. brody@gtlaw.com, NJLitDock@gtlaw.com
Alan Stuart Maza	on behalf of Interested Party Securites and Exchange Commission mazaa@sec.gov mazaa@sec.gov
Albert Anthony Ciardi, III	on behalf of Creditor The Anna Mscisz Trust aciardi@ciardilaw.com sfrizlen@ciardilaw.com;dtorres@ciardilaw.com
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Albert Anthony Ciardi, III	on behalf of Creditor Rainier Colony Place Acquisitions LLC aciardi@ciardilaw.com, sfrizlen@ciardilaw.com;dtorres@ciardilaw.com
Alexander F. Barth	on behalf of Creditor The Chen Liu and Shu Fen Lie Revocable Trust abarth@cohenseglia.com
Alexandria Nikolinos	on behalf of U.S. Trustee U.S. Trustee alexandria.nikolinos@usdoj.gov
Allen J Barkin	on behalf of Creditor LOGIXAL INC. abarkin@sbmesq.com sandyr@sbmesq.com
Allen Joseph Underwood, II	on behalf of Creditor 12535 SE 82nd AVE LLC aunderwood@litedepalma.com ajunderwood@ecf.courtdrive.com;grodriguez@litedepalma.com

District/off: 0312-2
Date Rcvd: Jan 10, 2024

User: admin
Form ID: pdf903

Page 3 of 26
Total Noticed: 13

Allyson Stavis	on behalf of Interested Party Nordstrom Inc. astavis@atlpl.com
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Amy Elizabeth Vulpio	on behalf of Creditor Google LLC vulpioa@whiteandwilliams.com
Andrew Braunstein	on behalf of Creditor Commission Junction LLC andrew.braunstein@lockelord.com
Andy Winchell	on behalf of Creditor River Park Properties II LP andy@winchlaw.com, awinchellecf@gmail.com;katharine@winchlaw.com;winchellar94173@notify.bestcase.com
Andy Winchell	on behalf of Creditor Dong Koo Kim and Jong Ok Kim Trustees of the Dong Koo Kim and Jong Ok Kim Family Trust, dated October 18, 1996 andy@winchlaw.com, awinchellecf@gmail.com;katharine@winchlaw.com;winchellar94173@notify.bestcase.com
Angela L Mastrangelo	on behalf of Interested Party Valley Square I L.P. mastrangelo@bk-legal.com, bhoffmann@bk-legal.com
Angela L Mastrangelo	on behalf of Interested Party CTC Phase II LLC mastrangelo@bk-legal.com, bhoffmann@bk-legal.com
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Anthony Sodono, III	on behalf of Creditor Salmar Properties LLC asodono@msbnj.com
Arthur Abramowitz	on behalf of Other Prof. Golf & Tennis Pro Shops Inc. (d/b/a/ PGA TOUR Superstore) aabramowitz@shermansilverstein.com, jbaugh@shermansilverstein.com
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Barry Scott Miller	on behalf of Creditor English Tea Shop USA Corp. bmiller@barrismilleresq.com miller.barryb119091@notify.bestcase.com
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Brendan Scott	on behalf of Creditor Dream on Me Industries Inc. bscott@klestadt.com
Brett D. Goodman	on behalf of Creditor KIR Brandon 011 LLC brett.goodman@afslaw.com, john.murphy@troutman.com
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District/off: 0312-2
Date Rcvd: Jan 10, 2024

User: admin
Form ID: pdf903

Page 4 of 26
Total Noticed: 13

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Brian Morgan	on behalf of Creditor PRW Urban Renewal 1 LLC brian.morgan@faegredrinker.com
Brian Morgan	on behalf of Creditor UG2 Solon OH LP brian.morgan@faegredrinker.com
Brian I. Kantar	on behalf of Creditor Arch Insurance Company bkantar@csglaw.com
Brigid K Ndege	on behalf of Creditor Ben Rosenzweig brigid.ndege@bclplaw.com
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Catherine E Youngman	

District/off: 0312-2

User: admin

Page 5 of 26

Date Rcvd: Jan 10, 2024

Form ID: pdf903

Total Noticed: 13

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Daniel M Pereira	on behalf of Creditor ChannelAdvisor Corp. dpereira@stradley.com
Daniel M Pereira	on behalf of Creditor Commerce Technologies LLC dpereira@stradley.com
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Daniel R. Utain	on behalf of Creditor Newtown/Bucks Associates L.P. dutain@kaplaw.com, llapenna@kaplaw.com
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David Edelberg	on behalf of Creditor County of Placer dedelberg@sh-law.com edelbergdr82964@notify.bestcase.com
David Graff	on behalf of Creditor Telegraph Marketplace Partners II LLC dgraff@graffsilversteinllp.com
David Pizzica	on behalf of Debtor Bed Bath & Beyond Inc. dpizzica@pansinilaw.com vstafford@pansinilaw.com
David B Wheeler	

District/off: 0312-2
Date Rcvd: Jan 10, 2024

User: admin
Form ID: pdf903

Page 6 of 26
Total Noticed: 13

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David H. Stein	on behalf of Creditor Levtex LLC dstein@wilentz.com, ciarkowski@wilentz.com
David H. Stein	on behalf of Unknown Role Type Bexar County Appraisal District dstein@wilentz.com ciarkowski@wilentz.com
David H. Stein	on behalf of Unknown Role Type Victoria Foster dstein@wilentz.com ciarkowski@wilentz.com
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David L. Bruck	on behalf of Creditor Chenal Place Properties LLC bankruptcy@greenbaumlaw.com
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David P. Primack	on behalf of Creditor GKT Shoppes at Legacy Park dprimack@mdmc-law.com scarney@mdmc-law.com
David P. Primack	on behalf of Creditor TKG Paxton Towne Center Development LP dprimack@mdmc-law.com, scarney@mdmc-law.com
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District/off: 0312-2

User: admin

Page 7 of 26

Date Rcvd: Jan 10, 2024

Form ID: pdf903

Total Noticed: 13

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District/off: 0312-2

User: admin

Page 8 of 26

Date Rcvd: Jan 10, 2024

Form ID: pdf903

Total Noticed: 13

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District/off: 0312-2

User: admin

Page 9 of 26

Date Rcvd: Jan 10, 2024

Form ID: pdf903

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District/off: 0312-2

User: admin

Page 10 of 26

Date Rcvd: Jan 10, 2024

Form ID: pdf903

Total Noticed: 13

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District/off: 0312-2

User: admin

Page 11 of 26

Date Rcvd: Jan 10, 2024

Form ID: pdf903

Total Noticed: 13

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District/off: 0312-2

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Page 12 of 26

Date Rcvd: Jan 10, 2024

Form ID: pdf903

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District/off: 0312-2
Date Rcvd: Jan 10, 2024

User: admin
Form ID: pdf903

Page 13 of 26
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District/off: 0312-2

User: admin

Page 14 of 26

Date Rcvd: Jan 10, 2024

Form ID: pdf903

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District/off: 0312-2
Date Rcvd: Jan 10, 2024

User: admin
Form ID: pdf903

Page 15 of 26
Total Noticed: 13

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District/off: 0312-2

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Page 16 of 26

Date Rcvd: Jan 10, 2024

Form ID: pdf903

Total Noticed: 13

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District/off: 0312-2

User: admin

Page 17 of 26

Date Rcvd: Jan 10, 2024

Form ID: pdf903

Total Noticed: 13

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District/off: 0312-2

User: admin

Page 18 of 26

Date Rcvd: Jan 10, 2024

Form ID: pdf903

Total Noticed: 13

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Page 19 of 26

Date Rcvd: Jan 10, 2024

Form ID: pdf903

Total Noticed: 13

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District/off: 0312-2

User: admin

Page 20 of 26

Date Rcvd: Jan 10, 2024

Form ID: pdf903

Total Noticed: 13

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District/off: 0312-2

User: admin

Page 21 of 26

Date Rcvd: Jan 10, 2024

Form ID: pdf903

Total Noticed: 13

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District/off: 0312-2

User: admin

Page 22 of 26

Date Rcvd: Jan 10, 2024

Form ID: pdf903

Total Noticed: 13

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District/off: 0312-2

User: admin

Page 23 of 26

Date Rcvd: Jan 10, 2024

Form ID: pdf903

Total Noticed: 13

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District/off: 0312-2

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Page 24 of 26

Date Rcvd: Jan 10, 2024

Form ID: pdf903

Total Noticed: 13

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District/off: 0312-2

User: admin

Page 25 of 26

Date Rcvd: Jan 10, 2024

Form ID: pdf903

Total Noticed: 13

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Page 26 of 26

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TOTAL: 587